



For the future you want

## **NOMINATIONS COMMITTEE**

### **APPROVED MINUTES OF MEETING OF 04 NOVEMBER 2020**

**15:30hrs, via Microsoft Teams**

**Present:** Bruce Cassidy; Mike Cowley; Ann Landels (Chair); Fiona Riddoch; Jeanette Stevenson; Jordan Wyllie

**In attendance:** Nick Croft; Bethany Parsons; Marcus Walker (Clerk)

#### **1. WELCOME & APOLOGIES**

1.1 No apologies were received.

#### **2. DECLARATIONS OF INTEREST**

2.1 No declarations of interest were received.

#### **3. MINUTES OF THE PREVIOUS MEETING**

3.1 The Committee APPROVED the minutes from the Nominations Committee on 18 September 2020 as an accurate record of the meeting.

#### **4. MATTERS ARISING REPORT**

4.1 The Committee NOTED that actions from the previous meeting were either marked complete or on the agenda.

4.2 The Committee NOTED that, inline with the Mentorship Procedure approved on 18 September 2020, the Interim Chair of the Board would progress arrangements for Alex Killick and Toni McAlindin to receive mentorship from fellow non-executive members of the Board.

#### **5. BOARD MEMBERSHIP TENURE AND CAPACITY**

5.1 The Committee NOTED an update on matters relating to Board membership since its last meeting on 18 September 2020. The Clerk to the Board advised the Committee that the tenures of Alex Killick and Toni McAlindin, as non-

executive members, had commenced from 22 September 2020 for an initial three year tenure.

- 5.2 The Committee NOTED that a new Board Skills Matrix, based on a template produced by the College Development Network (CDN), had been populated following an audit of non-executive members' experience and expertise. The Clerk advised the Committee that there was appropriate coverage across all 16 skill sets identified by CDN as 'essential' for a balanced board, with only a single skill set (*'skills and experience in commissioning and supply chain management'*) not being attributed to more than one Board member. The Committee NOTED that it would continue to review the Board Skills Matrix as part of its considerations around succession planning at future meetings.
- 5.3 The Committee NOTED a committee membership proposal (Appendix 1) tabled by the Chair. The Chair advised the Committee that the proposed changes outlined had been discussed with individual Board members, who were content with the outlined proposals.
- 5.4 The Committee NOTED that no immediate changes to committee membership were proposed for the Academic Council, the Audit & Risk Assurance Committee or the Corporate Development Committee. The Committee DISCUSSED and APPROVED proposed changes to the membership of the Policy & Resources Committee, the Nominations Committee and the Remuneration Committee.
- 5.5 The Committee NOTED that, to support succession planning, the committee membership proposal included changes to chairing arrangements following the end of tenures of non-executive members, Niki McKenzie and Fiona Riddoch on 01 March 2021 and 20 October 2021 - respectively. The Committee DISCUSSED and APPROVED the proposed succession planning arrangements which included Alex Killick (a Non-Executive Members with HR expertise) becoming Chair of the Remuneration Committee from 01 March 2021, and Jeanette Stevenson (a Non-Executive Members with a strong background in education and training) becoming Chair of the Academic Council from 01 August 2021.
- 5.6 The Committee NOTED that the endorsed committee membership proposal would be presented to the Board at its next meeting on 08 December 2020, for approval. The Chair advised that a Nominations Committee would be scheduled in May 2021, to consider any further changes to committee membership for the academic year 2021/22.

## **6. NON-EXECUTIVE RECRUITMENT AND SELECTION**

***Mike Cowley, Academic Staff Board Member, joined the meeting***

- 6.1 INCLUSIVE RECRUITMENT, SELECTION AND DEVELOPMENT CHECKLIST
- 6.1.1 The Committee NOTED current Board recruitment, selection, development and governance arrangements against an equality, diversity and inclusion best practice checklist. The Board Secretary advised the Committee that in furtherance of specific actions within the Checklist, an unconscious bias session had been held for Board members on 28 October 2020. Further to

this, the Committee NOTED that CDN would host a 'Get into Governance' event on 09 November 2020, for members of the public interested in finding out more about college boards and the role of board members.

6.1.2 The Committee welcomed progress against actions on the Checklist, and DISCUSSED the following:

- (i) The need for the Board to continue to be proactive in supporting inclusivity;
- (ii) the benefits of an annual unconscious bias training session, and the offer of such training as part of the Board induction process;
- (iii) the scheduling of future Board and committee meetings to ensure that those in underrepresented groups could attend;
- (iv) how the Board continues to connect with the local community and the people the College serves.

6.1.3 The Committee NOTED that it would continue to review progress against actions on the Checklist at future meetings.

## 6.2 NON-EXECUTIVE BOARD MEMBER APPOINTMENTS PROCEDURE

6.2.1 The Committee NOTED a draft Non-Executive Board Member Appointments Procedure which, in line with Ministerial Guidance, formalised existing arrangements developed by the Nominations Committee and best practice from across the public sector. The Clerk to the Board outlined the role of the Nominations Committee in the selection of an Appointments Panel to oversee and conduct the recruitment process on its behalf.

6.2.2 The Committee DISCUSSED and APPROVED the Non-Executive Board Member Appointments Procedure.

6.2.3 The Committee AGREED that the adoption of a tie-break provision, under the Equality Act 2010, for selection interviews should be highlighted to the Board. The Chair advised the Committee that the inclusion of a tie-break provision, within the Appointments Procedure, would mean that future non-executive appointments would align with the application scoring system used by Public Appointments Scotland.

## 6.3 NON-EXECUTIVE RECRUITMENT UPDATE

6.3.1 The Committee NOTED that the tenure of Niki McKenzie, a Non-Executive Board Member and a qualified Chartered Accountant, would end on 01 March 2021. The Clerk to the Board advised the Committee that, on 18 September 2020, members had agreed to recruit a new non-executive member with Chartered Accountancy expertise to fill the upcoming vacancy.

6.3.2 The Committee NOTED a proposed timeline for the appointment round which commenced with publication of an advert on 14 December 2020, with a view to a new non-executive being in post before the scheduled Board meeting on 23 March 2021. The Committee DISCUSSED and APPROVED the proposed timescale for appointment.

6.3.3 The Committee DISCUSSED the membership of an appointments panel to oversee the recruitment and selection process, in line with the Appointments

Procedure agreed under Minute 6.2.2. The Committee AGREED the following members of the Appointments Panel:

- (i) Ann Landels Interim Chair of the Board;
- (ii) Nigel Paul Interim Vice Chair of the Board (and a qualified Chartered Accountant);
- (iii) Jordan Wyllie Student Board Member.

- 6.3.4 The Committee DISCUSSED the appointment of an Independent Panellist and AGREED that a suitable individual should be put forward by the Chair via email, for approval. The Chair advised the Committee that in the interest of maintaining a gender balance on the Panel, due consideration would be given to appointing a female Independent Panellist.
- 6.3.5 The Committee NOTED that the Board Secretary would act as advisor to Appointments Panel.
- 6.3.6 The Committee NOTED an updated Board Recruitment Pack and Application Form, which had been updated to progress matters raised within the *Inclusive Recruitment, Selection, Development and Governance Checklist* (Minute 6.1 refers). The Clerk to the Board outlined the major changes, which included an updated Personal Specification which provided a brief descriptor of relevant essential/desirable criteria and an overview of 'where and how such criteria would be tested'.
- 6.3.7 The Committee welcomed the proposed updates to the Board Recruitment Pack and Application Form, and DISCUSSED the following:
- (i) Inclusion of a non-binary option on the Equal Opportunities Monitoring Form;
  - (ii) the need for the Application Form to include statements on both essential and desirable criteria;
  - (iii) the inclusion of references to training and induction for new Board members on appointment.
- 6.3.8 The Committee NOTED that the Appointments Panel, once approved, would agree a finalised Board Recruitment Pack and Application Form for publication.
- 6.3.9 The Committee NOTED a list of advertising channels used by the College to advertise non-executive vacancies. The Chair advised the Committee that for the recruitment new members with specialist expertise, such a Chartered Accountant, the Board would seek to advertise through relevant networks (for instance, CIPFA).

***The Equalities Officer left the meeting***

## **7. CO-OPTED MEMBERSHIP APPOINTMENTS PROCEDURE**

- 7.1 The Committee NOTED an updated Co-opted Membership Appointments Procedure, which outlined the process by which the Board could co-opt members to its committees. The Clerk to the Board advised the Committee that for a co-opted member to be appointed a skills need must be identified by

the Nominations Committee, in consultation with the appropriate committee chair, and endorsed by the Board.

- 7.2 The Committee DISCUSSED the following in relations to the Procedure:
- (i) The identification of a need for co-option by committee chairs and the Nominations Committee;
  - (ii) the duration of co-options, and the benefits of short-term co-options to progress specific matters of business;
  - (iii) the explicit delineation between appointment through co-option and appointment from the Non-Executive Appointments Procedure;
  - (iv) the links between co-option and community inclusion.
- 7.3 The Committee APPROVED the Co-opted Membership Appointments Procedure.

## **8. ANY OTHER COMPETENT BUSINESS**

- 8.1 None.

## **9. DATE OF NEXT MEETING**

- 9.1 The date of the next meeting of the Nominations Committee is to be confirmed.

***Meeting closed at 16:40***